

## The Cambridge University Hillwalking Club Constitution

### 1. NAME

The name of the Club shall be “Cambridge University Hillwalking Club”, hereafter referred to as “CUHWC”, or simply “the Club”.

### 2. AIMS AND OBJECTS

The aims and objects of the Club will be:

- (1) The organisation of year-round trips and associated events for the learning, teaching, coaching and practising in hillwalking with the objective of promoting health and wellbeing; and responsible hillwalking.
- (2) Being inclusive of all members by not discriminating on the grounds of age, disability, gender reassignment, marriage or civil partnership, pregnancy or maternity, race, religion or belief, sex or sexual orientation, and political views.

The aims and objects set out above will be directed primarily for the benefit of undergraduate and postgraduate student members (Student Members) of the University, but may additionally benefit other members of the University and/or residents of Cambridge and the surrounding area where the Executive Committee is satisfied that to do so would be conducive or incidental to the benefit of Student Members of the University.

### 3. MEMBERSHIP

- (1) Membership of the Club shall be open to all Student Members of the University and (subject to clause 3(2)) other individuals by arrangement with the Executive Committee. Other individuals include all other members of the University of Cambridge, and to all residents in Cambridge, except that the Executive Committee may at their discretion refuse membership to such a person. Any refusal by the Executive Committee to admit a person as a member of the Club may be reversed by a General Meeting of the Club.
- (2) Membership shall consist of the following categories:
  - (a) Ordinary Membership
  - (b) Community Membership
- (3) The Executive Committee may admit to membership individuals who are not Student Members of the University provided that the composition of the membership of the Club is of benefit or not detrimental to the Student Members of the Club.
- (4) There shall be categories and fees for membership, which are reviewed and determined at the Annual General Meeting (AGM) each year. In case of an unforeseen financial disruption including but not limited to the discontinuation of a recurrent grant, increase in accommodation and transport fees, or a substantial loss of ordinary members during the academic year, the fees for membership may be adjusted at an Extraordinary General Meeting (EGM). No such determination or variation shall prejudice the rights of existing members.
- (5) All members will be subject to the regulations of the Constitution and by joining the Club will be deemed to accept these regulations, as well as any rules/codes of practice that the Club has adopted.
- (6) Membership of the Club is terminated if the member resigns by written notice to the Club or if any sum due from the member to the Club is not paid in full within

one month of it falling due or if the member is expelled in accordance with clause 10.

- (7) Non-members may be permitted to go on trips at the discretion of the Executive Committee, and shall be given notice of the Club's Constitution and Safety Policy.
- (8) Membership is not required to join social events happening outside of trips.
- (9) The Executive Committee, or any member of the Club appointed to act on behalf of the committee, may refuse to take any person on a walk whom they judge to be inadequately equipped, or inadequately competent or experienced, or whose presence they believe would be detrimental to the welfare or safety of others.

#### 4. EQUALITY OF OPPORTUNITY

- (1) The Club is committed in its pursuit of sporting participation to equality of opportunity and to a proactive and inclusive approach to equality, which supports and encourages all under-represented groups, promotes an inclusive culture, and values diversity.
- (2) The Club has produced this statement, using the British Mountaineering Council's (BMC) Equity Statement, in order to try to prevent and address any unlawful discrimination or unfair treatment, whether intentional or unintentional, direct or indirect, against all those involved in CUHWC activities that may preclude them from participating fully in sports related activities.
- (3) The Club does not condone any unlawful discrimination, harassment, bullying, or victimisation. The stance of the Club on these behaviours is outlined in our Code of Conduct. All those involved in Club activities are required to adhere to standards of behaviour outlined in the Code of Conduct.
- (4) Any person involved in Club activities who believes that they have suffered inequitable treatment within the scope of this statement may raise the matter with the Social and Welfare Secretary. Appropriate disciplinary action will be taken against any person involved in Club activities who violates this statement, in accordance with clauses 9 and 10.

#### 5. THE EXECUTIVE COMMITTEE

- (1) The day-to-day management of the Club's affairs shall be conducted by the Executive Committee, subject to directions given by ordinary resolution at a General Meeting. The Executive Committee shall be elected annually at the AGM, with the exception of the Senior Treasurer who shall be appointed by the Executive Committee, subject to the approval of the Sports Club Registration Sub-Committee.
- (2) The Executive Committee shall consist of:
  - President
  - General management of the committee, which includes coordinating tasks and communicating with the rest of the committee;
  - Selecting and booking bunkhouses for weekend and vacation trips;
  - Pre and post-trip administration;
  - Applying for funding;
  - Organising training courses, including but not limited to navigation, scrambling, first aid and winter skills;

- Sitting on the Andy Gibson Training Fund (AGTF) committee and submitting AGTF applications.

#### Secretary

- Booking venue for the Freshers' Presentation, also known as "Squash";
- Keeping the website up-to-date, which includes Club calendar and trip reports;
- Compiling weekly bulletins;
- Maintaining safety folder with appropriate paperwork;
- Organising Meetings of the Executive Committee and minuting as appropriate;
- Maintaining the Club membership database.

#### Transport Secretary

- Managing trip transportation, including:
  - Coordinating drivers and transport arrangements for trips;
  - Booking any required hire cars;
  - Arranging insurance if needed;
  - Booking coaches for e.g. the freshers' trip;
- Keeping the drivers mailing list updated.

#### Junior Treasurer

- Maintaining the Club accounts, signatories and all Club payments;
- Producing yearly breakdowns of all income and expenditure to present to the rest of the committee and for grant applications;
- Submitting audited accounts for the previous year ending January 31st to the AGM;
- Budgeting for the year in conjunction with the President;
- Applying for funding in conjunction with the President;
- Sitting on the Andy Gibson Training Fund (AGTF) committee in conjunction with the President;
- Submitting membership information to the BMC.

#### Safety and Equipment Officer

- Maintaining the Club kit, which includes keeping an inventory, replacing, washing, repairing or buying new items as and when needed;
- Preparing the Club kit before each trip;
- Being Trip Safety Co-ordinator on trips, or allocating this position to someone suitable;
- Updating the Risk Assessment Form in conjunction with the President.

#### Social and Welfare Secretary

- Organising all social events, which includes weekly pub meets, formals, swaps, and other one off events;
- Creating term cards;
- Managing the Club Social Media accounts, which includes Instagram and the Facebook Group, and managing events on the Club website;
- Organising stash;
- Being the first point of contact for any welfare issue or complaint.

- (3) The Executive Committee shall also have a Senior Treasurer, who shall be a member of the Regent House, or other person approved by the Sports Club Registration Sub-Committee. The Senior Treasurer shall ensure that there is in place proper finance, administration and regulation of the Club.

- (4) All Executive Committee members (except the Senior Treasurer) must be members of the Club and shall be eligible for re-election each year. If the post of any member of the Executive Committee should fall vacant after election, the Executive Committee shall have the power to fill the vacancy until the next AGM, provided that any temporary replacement for the Senior Treasurer is a member of the Regent House, or other person approved by the Sports Club Registration Sub-Committee.
- (5) A majority of the members of the Executive Committee (except the Senior Treasurer) shall be full-time undergraduate or postgraduate students of the University.
- (6) Meetings of the Executive Committee shall be chaired by the President, or, in their absence, the Secretary. If neither the President nor Secretary is present, the remaining members shall elect a chairperson for that meeting. The quorum for a meeting of the Executive Committee shall be a majority of current Committee members or four members, whichever is greater, and a written record of each meeting shall be kept. Meetings must be held at least once per academic term, either during the last week of term or during the holidays.
- (7) The Executive Committee will be responsible for adopting new policy and codes of practice, and making rules and bye-laws for the conduct of the Club's activities and management of its affairs and must adopt such means as they think sufficient to bring these to the notice of the members. Any such policies, codes, rules and bye-laws shall be binding on all members.
- (8) Only Executive Committee members will have the right to vote at committee meetings. Questions arising at a meeting of the Executive Committee shall be decided by a simple majority of votes. Except for the chairperson of the meeting, who in the case of an equality of votes has a second or casting vote, every member of the Executive Committee has one vote on each issue.
- (9) The Executive Committee will have powers to appoint any non-voting advisers to the Executive Committee as necessary to fulfil its business.
- (10) Any Executive Committee member of the Club may vacate his or her office at any time, by giving notice of his or her resignation in writing to every other Executive Committee member.
- (11) Members of the Executive Committee may be removed from office by ordinary resolution at a General Meeting.

## 6. GENERAL MEETINGS

- (1) The Club shall hold an AGM during each Academic year. The AGM shall be held in Cambridge during Full Lent Term, but shall not be held on any day in January. All Members shall be entitled to attend and vote at any AGM. At least fourteen days' written notice shall be given to members before the AGM, containing the date, time, and place of the meeting. The President shall publish the Club accounts for the previous year, any proposed motions to the Club and the details of the election candidates not fewer than seven days before an AGM.
- (2) The AGM shall be called to:
  - Approve Minutes of the previous AGM;
  - Approve Club Accounts for the preceding year;
  - Receive and review reports from Committee members;

- Review and agree membership fees;
  - Elect the Executive Committee for the year ahead in the order: President, Transport Secretary, Social Secretary, Safety and Equipment Officer, Junior Treasurer and Secretary;
  - Consider any proposed changes to the Club Constitution;
  - Conduct such other business as is necessary.
- (3) Except for changes to the Constitution referred to in clause 8 and Reserved Matters referred to in clause 11, voting shall be by a simple majority. The method shall be by secret ballot. In the event of a tie in any vote, the President shall have a casting-vote. Members may also vote to re-open nominations. In the event of the re-opening of nominations receiving more votes than any candidate for a particular post on the Executive Committee, nominations shall be re-opened in respect of that post and an EGM shall be held, at which an election for that post shall be held. It shall not be possible to vote to re-open nominations at an election held at an EGM.
- Candidates for election to office shall be proposed and seconded by two other members of the Club. Each candidate for election shall submit a nomination slip to the President not fewer than seven days before the General Meeting at which their election is proposed. A person may be a candidate for more than one post on the Executive Committee, although they may only be elected into one post. A person elected to a post on the Executive Committee shall be deemed to assume office at the close of the General Meeting at which they were elected.
  - Every motion at an AGM shall be proposed and seconded by two members of the Club. Each motion shall be submitted to the President not fewer than seven days before the General Meeting.
- (4) The President, or, in their absence, the Secretary shall take the Chair at any AGM. In the absence of the President and Secretary the meeting shall elect a Chairperson for that meeting. The quorum for an AGM shall be ten members present in person. If an AGM is inquorate, the Executive Committee shall hold a further AGM within four Full Term weeks. Notwithstanding clause 6(1), such an AGM may be held on any day of Full Lent, Easter or Michaelmas Term. A written record of every AGM shall be kept by the Secretary.
- (5) Only current, paid members are eligible to vote or speak at an AGM. Members who cannot be present in person can appoint an Executive Committee member to speak and vote on their behalf on any matter due to arise at a General Meeting in signed writing to the Executive Committee before the General Meeting, and such a vote shall be counted as if the member were present at the General Meeting and voting in person.
- (6) An EGM may be held at any time during Full Term. It shall be held in Cambridge and may be called by the Executive Committee or at the written request of at least four members. Not more than twenty-one days of Full Term shall elapse between such a request and the holding of the Meeting. All procedures shall follow those outlined above for AGMs.

## 7. FINANCIAL & LIABILITY MATTERS

- (1) The Club shall maintain a banking account in the name of the Club with a suitable Bank or Building Society to hold the Club's funds.

- (2) It shall be the responsibility of the Junior Treasurer to ensure that monies received are properly accounted for, and that the Club's financial records are kept in good order. In particular, the Junior Treasurer shall ensure continuity of account signatories for any bank accounts held by the Club.
- (3) The Senior Treasurer shall make arrangements for the Club's Accounts to be properly audited on an annual basis, either by themselves, or by some other person approved under University Ordinances.
- (4) For so long as the Club shall be registered with the University Sports Service, it shall be the duty of the Executive Committee to ensure that the Club complies with the requirements for registration as a University Sports Club.
- (5) The Executive Committee (acting by its members) is authorised to enter into contractual arrangements with third parties for and on behalf of all members, but only to the extent reasonably necessary for the proper performance of its duties pursuant to the Constitution and acting always in the best interests of the Club and its members. Non-Executive Committee members are not entitled to enter into contractual arrangements for and on behalf of other members unless expressly authorised in writing by the Executive Committee.
- (6) When entering into contractual arrangements pursuant to clause 7(5), the Executive Committee shall endeavour to agree a contractual limit on the members' liability which does not exceed the assets of the Club from time to time, or, if not possible, a reasonable limit of liability taking into account the nature of the contract and the circumstances.
- (7) All monies to be drawn against Club funds (referred to as expenses) that have not been accounted for in the annual budget nor fall under the regular expenses (of bunkhouses, hire vehicles, insurances, refunds as per the Club's transport and refund policies, and maintenance and renewal of the Club's kit and material as per the Club's inventory) will be approved by a simple majority of the Executive Committee members.
- (8) The payment of expenses (whether regular or extraordinary, as approved by the committee per the clause above) must be authorised by at least two members of the Executive Committee. The Junior Treasurer may temporarily suspend a payment if they believe it poses a financial risk to the Club. In that event, the Junior Treasurer must inform the committee of the decision and communicate their concerns to the Senior Treasurer within 48h. The Senior Treasurer, in consultation with the entire committee, will investigate the matter and determine whether the payment should proceed. If the Senior Treasurer is unavailable, or if any party wishes to appeal the Senior Treasurer's decision regarding the payment, the matter shall be escalated to the University Sports Service.
- (9) The assets of the Club shall be held on trust by the members of the Executive Committee as trustees for the benefit of the Club and its members.
- (10) As an unincorporated association, all members are liable for any debts and obligations properly incurred by one or more members on behalf of the Club. In the event that members individually or collectively suffer a claim, penalty or other financial loss or liability on behalf of the Club (whether in negligence, contract or otherwise) which is not covered by insurance, then provided the relevant members have acted in good faith and in accordance with the

Constitution and have taken all reasonable steps to mitigate their loss, they shall be entitled to an indemnity from the Club's realisable assets up to the value of the assets from time to time, such indemnity to be administered by the Executive Committee, subject to the following exclusions: claims, penalties or other financial loss or liability incurred by a member or members: (i) as a result of criminal offences committed by such members; and/or (ii) in connection with the use of motor vehicles by such members; and/or (iii) which would have been covered by insurance but which due to the acts or omissions of such members (including but not limited to failure to obtain insurance required by law or failure to comply with the terms and conditions of insurance); and/or (iv) any loss or damage to personal hiking equipment, personal injury or death caused by or during a Club activity, whether or not caused by the negligence of any member of the Club, is not so covered.

- (11) The Senior Treasurer shall not be held personally liable for any financial debt or other obligation unless they are either (i) also a member of the Club or (ii) have acted otherwise than in accordance with the Club Constitution.
- (12) There shall be a fund called the Andy Gibson Training Fund. The Fund shall be administered according to the rules of the Fund. The Club may donate money to the Fund only if the donation is approved by ordinary resolution at a General Meeting.
- (13) The Andy Gibson Training Fund exists independently of the Club and holds its assets subject only to its own Rules. Such assets shall not be treated as assets of the Club for any purpose, including on any dissolution of the Club.

## 8. CHANGES TO THE CONSTITUTION

Subject to clause 12 (Reserved Matters) the Constitution may be amended at a General Meeting, with approval of at least two thirds of those members present, or voting. Proposed changes must be circulated at least seven days prior to a General Meeting. Any amendments are subject to approval by the University Sports Service, and must be received by the Sports Service within fourteen days of the vote.

## 9. COMPLAINTS PROCESSES

- (1) Prior to submitting a written complaint members should, where possible and appropriate, first discuss any concerns that they may have in relation to Club activities with a member of the Executive Committee or the Social and Welfare Secretary so that a suitable informal resolution may be considered. If not possible or appropriate, or an informal resolution cannot be agreed, then the member should follow the complaints process identified in the remainder of this clause 9.
- (2) Prior to submitting a written complaint, members should refer to the University Sports Club Incident Pathway (Students/Adults) to determine the complaints procedure(s) that should be followed. Information should be available to all members and detailed in the Club Welfare Policy. Advice on the appropriate procedure(s) may be sought, in confidence, from the Club or Sports Service Welfare Officer(s) whose contact details can be found in the Club Welfare Policy.
- (3) Where a Club level complaint is indicated, this must be submitted in writing to the Executive Committee in an expedient manner. Complaints should be treated confidentially and must not be distributed publicly.

- The Executive Committee will acknowledge receipt of any written complaint within seven days.
  - The Executive Committee will meet to review the complaint within twenty-one days of receipt to determine what information, response or action is required. The Executive Committee will also agree an appropriate timescale for the process to be completed. This will be communicated to the complainant within seven days of the meeting taking place.
  - Where indicated by the University Sports Club Incident Pathway (Students/Adults), or when agreed by the Executive Committee as the appropriate course of action following their meeting, the complaint will be referred to the Senior Treasurer who will conduct an investigation.
- (4) Complaints against a member(s) of the Executive Committee may be lodged with the Senior Treasurer, or, if the Senior Treasurer does not respond within 7 days or where a further conflict of interest arises, with the Sports Service who will advise on the appropriate procedures depending on the nature of the complaint.
- (5) The Executive Committee may also trigger the complaints process in the event of an observed or alleged breach of the Club Code of Conduct.

#### 10. DISCIPLINARY PROCESSES

- (1) Subject to the remainder of this clause 10, the Executive Committee, in consultation with the Senior Treasurer, or if unavailable, the Sports Service, shall have the authority to expel or to suspend a member or members whose actions are felt to be such as to bring the Club into disrepute, or materially harm or present a risk of material harm to the interests of its members.
- (2) The Executive Committee, in consultation with the Senior Treasurer, or if unavailable, the Sports Service, may also take other disciplinary action in respect of a member of the Club, commensurate with the seriousness of the offence.
- (3) In line with clause 9, written notice of any investigation by the Senior Treasurer, or if unavailable, the Sports Service, will be provided within twenty-eight days of a complaint being received. In the case of serious misconduct, the Club Executive Committee, in consultation with the Senior Treasurer, may suspend a member pending the outcome of the investigation.
- (4) The member against whom a complaint has been made will be given an opportunity to make written or oral representations, following the conclusion of any investigation, before a decision is taken regarding expulsion. The expulsion of a member can only be effected following a majority vote of all Executive Committee members.
- (5) In the event of an expulsion, the excluded member is required to return all equipment, documents and finances belonging to the Club within seven days. They will not be entitled to any full or partial refund of annual subscriptions.
- (6) If a member who has been excluded, suspended or subject to other disciplinary action pursuant to this clause wishes to appeal the decision, that appeal should be made to the Secretary of the University Sports Committee who will convene a Review Group from members of the Sports Committee/Sub-Committees. The Review Group will consider the investigation process and the facts of the case and their decision will be final.



#### 11. DISSOLUTION:

- (1) A resolution to dissolve the Club can only be passed at a General Meeting in accordance with clause 12.
- (2) In the event of dissolution, all debts shall be cleared with any remaining funds of the Club. Any assets remaining after all liabilities have been met shall become the property of the University and shall be transferred to the Sports Service.

#### 12. RESERVED MATTERS:

The following matters (the "Reserved Matters") require approval by the Senior Treasurer and at least two thirds of the Members voting at any General Meeting at which any of the following matters require approval:

- (1) Any amendment to the Constitution which materially affects the position of the Members or which materially alters the relationship between the Club and the University. No amendment to this Constitution intended to remove the position of Senior Treasurer, to alter its prerogatives and duties, or to change the criteria and procedure for the appointment of a Senior Treasurer can be put to a vote without the prior written agreement of the Sports Service.
- (2) The dissolution of the Club.
- (3) Any proposal which has a material impact on the Club, its members, its assets, and/or its finances.
- (4) The application and/or use of Club/financial assets of the Club other than for the benefit of the Club.

#### 13. PROVISION OF INFORMATION

The Executive Committee must supply the annual accounts of the Club to the University, together with such other information as the University may reasonably require from time to time, whether in connection with the Club's registration as a Sports Club of the University, or in relation to the need to ensure that the Club is being administered in accordance with paragraph 28(1)(a) of Schedule 3 to the Charities Act 2011 or otherwise.

#### 14. DECLARATION:

CUHWC hereby adopts and accepts this Constitution as its current Constitution regulating the actions of members, and will also comply with all University and legal requirements.